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CAPITAL CONNECTION

NO. 4451 P. 1

NO 600001414

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FLORIDA PROFIT/NON PROFIT CORPORATION

W.G. Kings Property Owners Association, Inc.

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CAPITAL CONNECTION

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February 9, 2006

FLORIDA DEPARTMENT OF STATE
Division of Corporations

YOUR CAPITAL CONNECTION, INC.

SUBJECT: W.G. KINS PROPERTY OWNERS ASSOCIATION, INC.
REF: W06000006394

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REC'D
NOTARY PUBLIC
STATE OF FLORIDA

ARTICLES OF INCORPORATION
OF
W.G. KINGS PROPERTY OWNERS ASSOCIATION, INC.
A NOT FOR PROFIT FLORIDA CORPORATION

I, the undersigned natural person of legal age and a citizen of the State of Florida, acting as incorporator of a corporation under Chapter 617 of the Florida Statutes, do hereby adopt the following articles of incorporation for such corporation:

ARTICLE I

The name of the corporation and the principal and mailing address shall be: **W.G. KINGS PROPERTY OWNERS ASSOCIATION, INC.** (For convenience the corporation shall be referred to herein as the Association), 700 NE Savanna Vista, Jensen Beach, Florida 34957.

ARTICLE II

The association is a non-profit corporation.

ARTICLE III

The period of its duration is perpetual. However, in the event the corporation shall ever be dissolved, the property consisting of the surface water management system including any easement and drainage rights shall be conveyed to an appropriate agency of local government, and if not accepted by such agency, the surface water management system must be dedicated to a similar nonprofit corporation.

ARTICLE IV

The specific primary purposes for which the association is formed are to provide for the perpetual maintenance and operation of that Surface Water Management System of the Subdivision known as W.G. KINGS SUBDIVISION, recorded in Plat Book 15, Page 20, Indian River County, Florida, Public Records, which system is subject to St. Johns River Water Management District Permit No. 42-061-41009-2.

In furtherance of such purposes, the association shall have power to:

(a) Perform all of the duties and obligations of the association as set forth in a certain First Amendment and Modification of Reciprocal Easement and Use Restrictions Agreement and Declaration of Covenants and Restrictions For Surface Water Management System of W.G. KINGS Subdivision, Indian River County, Florida (the Declaration) which shall be applicable to the subdivision and to be recorded in the public records of Indian River County, Florida;

(b) Affix, levy, and collect all charges and assessments pursuant to the terms of the

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Declaration, and enforce payment thereof by any lawful means; and pay all expenses in connection therewith, and all office and other expenses incident to the conduct of the business of the association, including all licenses, taxes, or governmental charges levied or imposed on the property of the association;

(c) Acquire (by gift, purchase or otherwise), own, hold, improve, build on, operate, maintain, convey, sell, lease, transfer, dedicate to public use, or otherwise dispose of real and personal property in connection with the affairs of the association;

(d) Borrow money and, subject to the consent by vote or written instrument of two-thirds (2/3) of the members, mortgage, pledge, convey by deed of trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

(e) Dedicate, sell, or transfer all or any part of the common areas to any municipality, public agency, authority, or utility for such purposes and subject to such conditions as may be agreed on by the members. No such dedication or transfer shall be effective unless an instrument has been signed by two-thirds (2/3) of the members, agreeing to such dedication, sale, or transfer;

(f) Participate in mergers and consolidations with other nonprofit corporations organized for the same purposes, or annex additional residential property and common areas, provided that any merger, consolidation, or annexation shall have the consent by vote or written instrument of two-thirds of each class of members;

(g) Manage, control, repair, improve, operate and maintain common property, specifically including without limitation, the surface water management system as permitted by the St. Johns River Water Management District, including all retention areas, culverts and related appurtenances. The Association shall have the power to contract for services to provide services for such operation and maintenance if the Corporation deems it appropriate;

(h) Establish rules and regulations for the operation and maintenance of the common property and observance of the Declaration;

(i) Sue and be sued;

(j) All other powers necessary for the purposes for which the corporation is organized.

(k) Have and exercise any and all powers, rights, and privileges that a corporation organized under Chapter 617 of the Florida Statutes by law may now or hereafter have or exercise.

The Association is organized and shall be operated exclusively for the aforementioned purposes.

The foregoing enumeration of powers shall not limit or restrict in any manner the exercise of other and further rights and powers which may now or hereafter be allowed or permitted by law;

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and the powers specified in each of the paragraphs of this Article IV are independent powers, not to be restricted by reference to or inference from the terms of any other paragraph or provision of Article IV.

ARTICLE V

The street address of the initial registered office of the association is: 700 NE Savanna Vista, Jensen Beach, Florida 34957, and the name of its initial registered agent at such address is:

NORBERT F. WALL
700 NE Savanna Vista
Jensen Beach, Florida 34957

ARTICLE VI

Every person or entity who is a record owner of a fee or undivided fee interest in any lot which is subject by covenants of record to assessments by the association, including contract sellers, but excluding persons holding title merely as security for performance of an obligation, shall be a member of the association. Membership shall be appurtenant to and may not be separated from ownership of a lot or unit which is subject to assessment by the association. The owner of a lot or unit shall be entitled to vote in accordance with the formula and pursuant to the provisions set forth in the Declaration. The number of votes and manner of exercising voting rights shall be as set forth in the Declaration and By-Laws of the Association.

Change of membership in the Association shall be established by recording in the public records of Indian River County, Florida, a deed or other instrument establishing record title to a lot or unit subject to the Declaration. Written notice shall be given to the Association of such change in title.

Upon such recordation, the owner designated by such instrument shall become a member of the Association and the membership of the prior owner shall be terminated.

ARTICLE VII

The affairs of the Association shall be conducted, managed and controlled by a Board of Directors. The members of the initial Board of Directors shall hold office until their successors are elected and have qualified, or until removed. The method of election, term of office, removal and filling of vacancies shall be as set forth in the By-Laws. The number of directors constituting the initial board of directors of the association is three (3), and the names and addresses of the persons who are to serve as the initial directors and incorporators are:

NORBERT F. WALL
700 NE Savanna Vista
Jensen Beach, Florida 34957

GAIL WALL
700 NE Savanna Vista
Jensen Beach, Florida 34957

ROBERT CREFELD
2929 SE Ocean Blvd.
Stuart, Florida 34997

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ARTICLE VIII

The By-Laws of the Association shall be adopted by the Board of Directors and may be altered, amended or rescinded in the manner provided by the By-Laws.

ARTICLE IX

Amendments to the Articles of Incorporation may be proposed and adopted as provided in Chapter 617, Florida Statutes.

Executed at Stuart, Florida, on Feb 6, 2006.

Norbert F. Wall
NORBERT F. WALL

Gail Wall
GAIL WALL

Paul C. [Signature]

STATE OF FLORIDA
COUNTY OF MARTIN

The foregoing instrument was acknowledged before me this 6th day of February, 2006, by NORBERT F. WALL AND GAIL WALL, [] who is/are personally known to me, or [] who has/have produced his/her drivers license as identification.

[Signature]
Notary Public
My Commission Expires:



STATE OF FLORIDA
COUNTY OF MARTIN

The foregoing instrument was acknowledged before me this 7th day of February, 2006, by Robert G. Orsfield, [] who is/are personally known to me, or [] who has/have produced his/her drivers license as identification.

[Signature]
Notary Public
My Commission Expires:



Walker G. Woods
MY COMMISSION # DD121436 EXPIRES
June 27, 2006
BONDED THROUGH TROY FARM INSURANCE, INC.

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ACCEPTANCE

I, NORBERT F. WALL, state that I am a permanent resident of Martin County, Florida, residing at 700 NE Savanna Vista, Jensen Beach, Florida 34957. Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the foregoing designation as Registered Agent, and I am familiar with and accept the duties and responsibilities for the said corporation.

Norbert F. Wall
NORBERT F. WALL

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